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Attorneys for Plaintiffs

AMBER KRISTI MARSH AND STACIE EVANS

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**AMBER KRISTI MARSH and STACIE  
EVANS**, individually and on behalf of a  
class of similarly situated persons,

Plaintiffs,

v.

**ZAAZOOM SOLUTIONS, LLC**, *et al.*,

Defendants.

**CLASS ACTION**

Case No. 3:11-cv-05226-WHO

**PLAINTIFFS' REQUEST FOR CLERK  
TO ENTER DEFAULT AGAINST  
DEFENDANTS ZAAZOOM  
SOLUTIONS, LLC, ZAZA PAY LLC,  
MULTIECOM, LLC, ONLINE  
RESOURCE CENTER, LLC,  
AUTOMATED ELECTRONIC  
CHECKING, INC., AND DATA  
PROCESSING SYSTEMS, LLC**



1 TO THE CLERK OF THE ABOVE-ENTITLED COURT:

2 Plaintiffs Amber Kristi Marsh and Stacie Evans hereby request that the Clerk of  
3 the above-entitled Court enter default in this action against defendants ZaaZoom  
4 Solutions, LLC, ZaZa Pay LLC, MultiECom, LLC, Online Resource Center, LLC,  
5 Automated Electronic Checking, Inc., and Data Processing Systems, LLC (collectively, the  
6 "ZaaZoom Defendants"). The entry of default is appropriate in this situation because the  
7 ZaaZoom Defendants are corporations or other artificial entities, which are not  
8 represented by licensed counsel.

9 Pursuant to Rule 55(b)(2), the Court may enter a default judgment where the clerk,  
10 under Rule 55(a), has previously entered the party's default based upon failure to plead  
11 or otherwise defend the action. *See Dr. JKL Ltd. v. HPC IT Educ. Ctr.*, 749 F. Supp. 2d  
12 1038, 1046 (N.D. Cal. 2010). Courts in the Ninth Circuit have held that corporations and  
13 other artificial entities must be represented by licensed counsel to defend a lawsuit. *See*  
14 *United States v. High Country Broad. Co., Inc.*, 3 F.3d 1244, 1245 (9th Cir. 1993). While  
15 natural persons who are *pro se* litigants can represent themselves, they cannot represent  
16 corporations, companies or other artificial entities. *See Dr. JKL Ltd.*, 749 F. Supp. 2d at  
17 1046.

18 The entry of default and default judgment may be imposed for a corporation's  
19 failure to engage licensed counsel to represent it. *See Dr. JKL Ltd.*, 749 F. Supp. 2d at  
20 1046. Where an attorney initially appears for a corporation but later withdraws as  
21 counsel, and the corporation fails to engage replacement counsel, entry of default is  
22 appropriate. *See High Country Broad. Co., Inc.*, 3 F.3d at 1245 (entry of default  
23 against corporation was appropriate where attorney had appeared for corporation in  
24 district court for limited purpose of filing answer in cross complaint, court had  
25 ordered corporation to retain counsel for the remainder of the litigation but  
26 corporation failed to do so); *Employee Painters' Trust v. Ethan Enterprises, Inc.*, 480 F.3d  
27 993 (9th Cir. 2007) (entry of default against corporation was warranted in action asserting  
28 delinquent contributions to employee benefit plans, where corporation conceded that it

1 violated local court rule requiring corporation to be represented by counsel, and  
2 corporation's former attorney provided corporation with actual notice of this requirement  
3 before he withdrew).

4 The case here is analogous to *High Country Broad. Co. and Employee Painters'*  
5 *Trust*. The ZaaZoom Defendants are all corporations or other artificial entities. The  
6 ZaaZoom Defendants were previously represented by Dennis Winston. (Declaration of  
7 Jeffrey M. Rosenfeld in Support of Request for Clerk to Enter Default ("Rosenfeld Decl.")  
8 ¶2.) In July 2013, Dennis Winston passed away. (Rosenfeld Decl. ¶3 & Ex. A.) On July  
9 24, 2013, Plaintiffs' counsel was contacted by Gary Crandall, a Colorado attorney who  
10 had served as an outside general counsel for some if not all of the ZaaZoom Defendants.  
11 (Rosenfeld Decl. ¶3 & Ex. A.) Mr. Crandall informed Plaintiffs' counsel of Mr. Winston's  
12 passing and informed Plaintiffs' counsel that the ZaaZoom Defendants were exploring  
13 their options for new legal representation. (Rosenfeld Decl. ¶3 & Ex. A.)

14 On October 8, 2013, the Court held a case management conference. In  
15 anticipation of the case management conference, Plaintiffs' counsel sent Mr. Crandall a  
16 draft of the parties' joint case management statement and informed Mr. Crandall of the  
17 upcoming conference. (Rosenfeld Decl. ¶4 & Ex. B.) In response, Mr. Crandall stated  
18 that "ZaaZoom cannot hire new counsel at this time." (Rosenfeld Decl. ¶4 & Ex. B.)  
19 Following the case management conference, Plaintiffs' counsel contacted Mr. Crandall  
20 and informed him that unless the ZaaZoom Defendants found new counsel, Plaintiffs  
21 would seek entry of default. (Rosenfeld Decl. ¶5 & Ex. C.)

22 In summary, default against the ZaaZoom Defendants is appropriate because the  
23 ZaaZoom Defendants are artificial persons that have not retained licensed counsel to  
24 represent them despite the passage of several months.

### 25 **CONCLUSION**

26 For the reasons set forth above, the Clerk should enter default in this action  
27 against defendants ZaaZoom Solutions, LLC, ZaZa Pay LLC, MultiECom, LLC, Online  
28 Resource Center, LLC, Automated Electronic Checking, Inc., and Data Processing

1 Systems, LLC.

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3 Respectfully Submitted,

4 DATED: October 22, 2013

**KRONENBERGER ROSENFELD, LLP**

5 By: s/ Jeffrey M. Rosenfeld  
6 Jeffrey M. Rosenfeld

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8 Attorneys for Plaintiffs  
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